

**EXHIBIT A**

DuaneMorris

FIRM and AFFILIATE OFFICES

NEW YORK  
 LONDON  
 SINGAPORE  
 LOS ANGELES  
 CHICAGO  
 HOUSTON  
 HANOI  
 PHILADELPHIA  
 SAN DIEGO  
 SAN FRANCISCO  
 BALTIMORE  
 BOSTON  
 WASHINGTON, DC  
 LAS VEGAS  
 ATLANTA  
 MIAMI  
 PITTSBURGH  
 NEWARK  
 BOCA RATON  
 WILMINGTON  
 CHERRY HILL  
 LAKE TAHOE  
 HO CHI MINH CITY

December 07, 2011

CHARLES FREEDGOOD  
 MANAGING DIRECTOR  
 JP MORGAN CHASE & CO.  
 380 MADISON AVENUE  
 NEW YORK, NY 10017

W.R. GRACE &amp; CO.

File# K0248-00001

Invoice# 1717645

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
 THROUGH 11/30/2011 IN CONNECTION  
 WITH THE ABOVE-CAPTIONED MATTER.

|              |            |              |          |        |                   |
|--------------|------------|--------------|----------|--------|-------------------|
| MR LASTOWSKI | PARTNER    | 3.10 hrs. at | \$745.00 | /hr. = | \$2,309.50        |
| WS KATCHEN   | OF COUNSEL | 3.60 hrs. at | \$835.00 | /hr. = | \$3,006.00        |
| S LENKIEWICZ | PARALEGAL  | 2.80 hrs. at | \$175.00 | /hr. = | \$490.00          |
|              |            |              |          |        | <u>\$5,805.50</u> |

|                        |                 |
|------------------------|-----------------|
| DISBURSEMENTS          |                 |
| MESSENGER SERVICE      | \$5.00          |
| POSTAGE                | \$110.12        |
| PRINTING & DUPLICATING | \$103.20        |
| TOTAL DISBURSEMENTS    | <u>\$218.32</u> |

|                          |                   |
|--------------------------|-------------------|
| BALANCE DUE THIS INVOICE | <u>\$6,023.82</u> |
|--------------------------|-------------------|

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W.R. GRACE & CO.

INVOICE# 1717645

| <b>DATE TASK</b> | <b>TIMEKEEPER</b> |   | <b>HOURS</b> | <b>VALUE</b> |
|------------------|-------------------|---|--------------|--------------|
| 11/16/2011 004   | WS KATCHEN        | REVIEW DOCKET ENTRIES; APPEAL<br>DESIGNATION. | 0.40         | \$334.00     |
|                  |                   | Code Total                                    | 0.40         | \$334.00     |

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| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> |  | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|--|--------------|--------------|
| 11/3/2011   | 007         | WS KATCHEN        | REVIEW STROOCK MEMO TO<br>COMMITTEE.   | 0.10         | \$83.50      |
| 11/4/2011   | 007         | WS KATCHEN        | ADDITIONAL WORK ON EXHIBITS<br>FOR EXPERT REPORT (1.3); FOR<br>EMAILS FOR J. PIETROFORTE (.5). | 1.80         | \$1,503.00   |
| 11/15/2011  | 007         | WS KATCHEN        | REVIEW COMMITTEE MEMO.   | 0.10         | \$83.50      |
| Code Total  |             |                   |  | 2.00         | \$1,670.00   |

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| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> |   | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|---|--------------|--------------|
| 11/16/2011  | 010         | MR LASTOWSKI      | REVIEW DEBTORS' APPLICATION<br>TO AMEND PRICEWATERHOUSE<br>COOPERS RETENTION. | 0.30         | \$223.50     |
| 11/16/2011  | 010         | MR LASTOWSKI      | REVIEW DEBTORS' APPLICATION<br>TO RETAIN BAKER AND<br>MACKENZIE.              | 0.20         | \$149.00     |
| 11/16/2011  | 010         | MR LASTOWSKI      | REVIEW 11/28/11 AGENDA NOTICE<br>AND RELATED AGENDA ITEMS.                    | 1.10         | \$819.50     |
| 11/16/2011  | 010         | MR LASTOWSKI      | REVIEW CNO RE: MOTION TO SELL<br>CERTAIN VERMICULITE ASSETS.                  | 0.20         | \$149.00     |
| 11/16/2011  | 010         | MR LASTOWSKI      | REVIEW CNO RE: MOTION FOR<br>AUTHORITY TO MERGE CERTAIN<br>SUBSIDIARIES.      | 0.20         | \$149.00     |
| 11/22/2011  | 010         | MR LASTOWSKI      | REVIEW AMENDED AGENDA<br>NOTICE.  | 0.10         | \$74.50      |
| 11/22/2011  | 010         | MR LASTOWSKI      | REVIEW ORDER APPROVING SALE<br>MOTION.  | 0.10         | \$74.50      |
| Code Total  |             |                   |   | 2.20         | \$1,639.00   |

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| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> |   | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|---|--------------|--------------|
| 11/29/2011  | 012         | S LENKIEWICZ      | REVIEW DOCKET RE OBJECTIONS<br>TO 116TH MONTHLY FEE<br>APPLICATION (.1); PREPARE<br>CERTIFICATE OF NO OBJECTION RE<br>SAME (.2); EFILE SAME (.2). | 0.50         | \$87.50      |
| 11/29/2011  | 012         | S LENKIEWICZ      | PREPARE DUANE MORRIS 117TH<br>MONTHLY FEE APPLICATION (.5);<br>FINALIZE FOR EFILING (.2); EFILE<br>SAME (.2).                                     | 0.90         | \$157.50     |
| Code Total  |             |                   |   | 1.40         | \$245.00     |

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| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> |   | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|---|--------------|--------------|
| 11/10/2011  | 013         | S LENKIEWICZ      | REVIEW DOCKET RE OBJECTIONS<br>TO CAPSTONE 90TH AND 91ST<br>MONTHLIES (.1); PREPARE<br>CERTIFICATES OF NO OBJECTION<br>REGARDING SAME (.3); FINALIZE<br>AND EFILE SAME (.3); FORWARD<br>EFILING CONFIRMATIONS TO D.<br>MOHAMMAD (.1). | 0.80         | \$140.00     |
| 11/28/2011  | 013         | S LENKIEWICZ      | REVIEW DOCKET RE OBJECTIONS<br>TO SSL 126TH MONTHLY (.1);<br>PREPARE CERTIFICATE OF NO<br>OBJECTION RE SAME (.2); FINALIZE<br>AND EFILE SAME (.2); FORWARD<br>EFILING CONFIRMATION TO D.<br>MOHAMMAD (.1).                            | 0.60         | \$105.00     |
| Code Total  |             |                   |   | 1.40         | \$245.00     |

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| <b>DATE TASK</b> | <b>TIMEKEEPER</b> |                                      | <b>HOURS</b> | <b>VALUE</b> |
|------------------|-------------------|--------------------------------------|--------------|--------------|
| 11/9/2011 015    | MR LASTOWSKI      | REVIEW DOCKET SHEET RE: CASE STATUS. | 0.50         | \$372.50     |
| 11/28/2011 015   | MR LASTOWSKI      | REVIEW DOCKET SHEET RE: CASE STATUS. | 0.40         | \$298.00     |
|                  |                   | Code Total                           | 0.90         | \$670.50     |



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| <u>DATE</u> | <u>TASK</u> | <u>TIMEKEEPER</u> |   | <u>HOURS</u> | <u>VALUE</u> |
|-------------|-------------|-------------------|---|--------------|--------------|
| 11/17/2011  | 016         | WS KATCHEN        | REVIEW MOTION OF DEBTORS TO<br>EMPLOY SPECIAL COUNSEL -<br>BAKER & MCKENZIE ON NEW<br>MATTER.                                   | 0.20         | \$167.00     |
| 11/19/2011  | 016         | WS KATCHEN        | REVIEW CERTIFICATION OF<br>COUNSEL (.2); REVIEW ORDER<br>REGARDING ASSET SALE OF<br>VERMICULITE (\$5 AND \$10<br>MILLION) (.2). | 0.40         | \$334.00     |
| 11/28/2011  | 016         | WS KATCHEN        | REVIEW CAPSTONE REPORT.   | 0.40         | \$334.00     |
| 11/28/2011  | 016         | WS KATCHEN        | REVIEW DOCKET UPDATES.  | 0.20         | \$167.00     |
|             |             |                   | Code Total  | 1.20         | \$1,002.00   |
|             |             |                   | TOTAL SERVICES  | 9.50         | \$5,805.50   |

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| DATE       | DISBURSEMENTS          | AMOUNT   |
|------------|------------------------|----------|
| 11/30/2011 | POSTAGE                | 110.12   |
|            | Total:                 | \$110.12 |
| 11/30/2011 | MESSENGER SERVICE      | 5.00     |
|            | Total:                 | \$5.00   |
| 11/30/2011 | PRINTING & DUPLICATING | 103.20   |
|            | Total:                 | \$103.20 |
|            | TOTAL DISBURSEMENTS    | \$218.32 |